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Expires: January 31, 2005
Estimated average burden hours per response...0.10

IN ACCORDANCE WITH RULE 311 OF  
REGULATION S-T, THESE EXHIBITS  
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UNITED STATES  
Securities and Exchange Commission  
Washington, D.C. 20549

FEB 29 2004

FORM SE

FORM FOR SUBMISSION OF PAPER FORMAT EXHIBITS

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PROCESSED

MAR 01 2004

THOMSON  
FINANCIAL

THE IT GROUP, INC.

0000731190

Exact name of registrant as specified in charter

Registrant CIK Number

FORM 8-K (dated December 30, 2003)

1-09037

Electronic report, schedule or registration statement  
of which the documents are a part (give period of report)

SEC file number, if available

Name of Person Filing the Document (if other than the Registrant)

## SIGNATURES

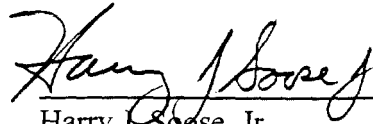
*Filings Made By the Registrant:*

The Registrant has duly caused this form to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Monroeville, State of Pennsylvania, February 24, 2004.

THE IT GROUP, INC.

(Registrant)

By:



Harry J. Soose, Jr.

Chief Operating Officer

## Exhibit Index

### Exhibit

- 99.1 Notice of Filing of Monthly Operating Report for period from November 1, 2003 through November 28, 2003 (including Exhibits).

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

- - - - - X  
In re: : Chapter 11  
The IT Group, Inc., : Case No. 02-10118 (MFW)  
et al., :  
Debtors. : Jointly Administered  
- - - - - X

NOTICE OF FILING OF MONTHLY OPERATING REPORT FOR PERIOD  
FROM NOVEMBER 1, 2003 THROUGH NOVEMBER 28, 2003

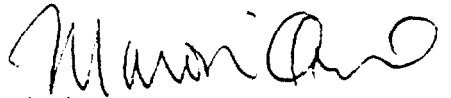
PLEASE TAKE NOTICE that on December 30, 2003, the debtors and debtors-in-possession in the above-captioned cases filed with the Court the Monthly Operating Report of The IT Group Inc. et al., for the period from November 1, 2003 through November 28, 2003 (the "Monthly Operating Report"), which is attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that contemporaneously herewith, the Monthly Operating Report was

DKT. NO. 3266  
DT. FILED 12/30/03

transmitted to the parties listed on Exhibit B attached  
hereto in the manner provided thereon.

Dated:       Wilmington, Delaware  
             December 30, 2003



/s/ Marion M. Quirk

Gregg M. Galardi (I.D. No. 2991)

Marion M. Quirk (I.D. No. 4136)

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

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P.O. Box 636

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(302) 651-3000

Attorneys for Debtors and  
Debtors-in-Possession

# EXHIBIT A

**The IT Group, Inc.**  
**Case No. 02-10118**

**Activity for the period November 1, 2003 thru November 28, 2003**

**Table of Contents**

1. Affidavit
2. Consolidated Balance Sheet of All Debtors
3. Consolidated Income Statement of All Debtors
4. Schedule of Post Petition Debts
5. Accounts Receivable Reconciliation and Aging Summary and Debtor Questionnaire
6. List of Bank Accounts with bank description, account number and balance
7. Schedule of Cash Receipts and Disbursements

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

- - - - - X  
- :  
: Chapter 11  
In re: :  
: Case No. 02-10118 (MFW)  
The IT Group, Inc., :  
    et al., : Jointly Administered  
: Debtors. :  
X  
- - - - -  
-

DECLARATION OF HARRY J. SOOSE, JR. IN SUPPORT OF THE  
MONTHLY OPERATING REPORT FOR THE PERIOD NOVEMBER 1, 2003  
THROUGH NOVEMBER 28, 2003 FILED ON BEHALF OF THE ABOVE-  
REFERENCED DEBTORS

I, Harry J. Soose, Jr. hereby declare under  
penalty of perjury that the following is true and correct  
to the best of my knowledge, information, and belief.

1. I am the Chief Operating Officer and Chief  
Financial Officer of The IT Group, Inc., a Delaware  
corporation with an office in Monroeville, Pennsylvania.


2. This declaration is submitted in conjunction  
with the filing of the monthly operating report.



3. All financial activity between the debtors and non-debtor foreign and domestic subsidiaries is outlined in the consolidated statement of income and balance sheet. The bank reconciliations of the debtors are substantially completed as of November 28, 2003. All tax returns and taxes are current.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated:       Monroeville, PA  
              December 29, 2003

  
Harry J. Goose, Jr.  
Senior Vice President  
COO & CFO

THE IT GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEET  
CASE NO. 02-10118  
November 28, 2003

	10/31/03	Reclass/ Prior Period Adjustments	November Activity	11/28/03
<b>Current Assets:</b>				
Cash	52,826,358	-	(183,039)	52,643,319
Accounts receivable	-	-	-	-
Allowance for doubtful accounts	-	-	-	-
Deferred income taxes	-	-	-	-
Other receivables	753,386	-	56,952	810,338
Prepaid expenses and other current assets	31,338,060	-	(1,100,138)	30,237,922
<b>Total current assets</b>	<b>84,917,804</b>	<b>-</b>	<b>(1,226,225)</b>	<b>83,691,579</b>
Property, plant and equipment at cost	-	-	-	-
Accumulated depreciation and amortization	-	-	-	-
<b>Net property, plant and equipment</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Cost in excess of net assets of acquired businesses	-	-	-	-
Investments in affiliate	-	-	-	-
Restricted cash	-	-	-	-
Deferred financing costs	-	-	-	-
Other assets	-	-	-	-
Deferred taxes	-	-	-	-
Long-term assets of discontinued operations	-	-	-	-
<b>Total assets</b>	<b>84,917,804</b>	<b>-</b>	<b>(1,226,225)</b>	<b>83,691,579</b>
<b>Current Liabilities (Prepetition)</b>				
Accounts payable-unsecured	42,637,869	-	-	42,637,869
Accrued wages and related liabilities-unsecured	8,710,825	-	-	8,710,825
Billings in excess of revenues-unsecured	32,007,386	-	-	32,007,386
Other accrued liabilities-unsecured	32,177,490	-	-	32,177,490
Long-term debt due within 1 year-unsecured	256,622,000	-	-	256,622,000
Long-term debt due within 1 year-secured	489,482,516	-	-	489,482,516
<b>Current Liabilities (Post Petition)</b>				
Accounts payable-unsecured	-	-	20,860	20,860
Accrued wages and related liabilities-unsecured	3,691,864	-	2,453	3,694,317
Billings in excess of revenues-unsecured	-	-	-	-
Other accrued liabilities-unsecured	10,237,311	-	329,414	10,566,725
DIP financing	-	-	-	-
Long-term debt due within 1 year-unsecured	-	-	-	-
Long-term debt due within 1 year-secured	-	-	-	-
Current liabilities of discontinued operations	566,654	-	11,430	578,084
<b>Total current liabilities</b>	<b>876,133,915</b>	<b>-</b>	<b>364,157</b>	<b>876,498,072</b>
Long-term debt	-	-	-	-
Long-term liabilities of discontinued operations	-	-	-	-
Other l-t accrued liabilities-prepetition unsecured	4,408,273	-	-	4,408,273
Minority interest in subsidiary	-	-	-	-
<b>Total liabilities</b>	<b>880,542,188</b>	<b>-</b>	<b>364,157</b>	<b>880,906,345</b>
<b>Stockholders' Equity:</b>				
Preferred stock	6,665,152	-	-	6,665,152
Common stock	230,814	-	-	230,814
Treasury stock	(4,866,900)	-	-	(4,866,900)
Unearned compensation-restricted stock	(543,568)	-	-	(543,568)
Additional paid-in capital	352,365,701	-	-	352,365,701
Retained earnings (deficit)	(1,149,475,583)	-	(1,590,382)	(1,151,065,965)
Cumulative translation adj.	-	-	-	-
<b>Total stockholders' equity</b>	<b>(795,624,384)</b>	<b>-</b>	<b>(1,590,382)</b>	<b>(797,214,766)</b>
<b>Total liabilities and stockholders' equity</b>	<b>84,917,804</b>	<b>-</b>	<b>(1,226,225)</b>	<b>83,691,579</b>

THE IT GROUP, INC. AND SUBSIDIARIES  
CONSOLIDATED STATEMENT OF INCOME  
CASE NO. 02-10118  
NOVEMBER 1, 2003 THRU NOVEMBER 28, 2003

Revenues	-
Cost and expenses:	
Cost of revenues	-
Selling, general and administrative expense	575,494
Total cost and expenses	<u>575,494</u>
Operating income/(loss)	(575,494)
Unrealized gain/(loss) on stock held for sale	(1,052,942)
Interest income, net	38,054
Net income/(loss) before income taxes	<u><u>(1,590,382)</u></u>

The IT Group, Inc. and Subsidiaries  
Case No. 02-10118  
Accounts Payable Consolidated Aging  
as of November 28, 2003

Days Aged	Balance
0 - 30	598,944
31 - 60	-
61 - 90	-
Over 90	42,637,869
Balance G/L	43,236,813
Pre Petition	42,637,869
Post Petition	598,944
	43,236,813

THE IT GROUP, INC. AND SUBSIDIARIES  
 ACCOUNTS RECEIVABLE RECONCILIATION AND AGING  
 CASE NO. 02-10118  
 As of November 28, 2003  
 (in thousands)

Accounts Receivable Reconciliation	Amount
Total Accounts Receivable at the beginning of the reporting period	-
Prior Period Adjustments	-
+ Amounts billed during the period	-
- Amounts collected during the period	-
Total Accounts Receivable at the end of the reporting period	-

Accounts Receivable Aging	
0 - 30 days past due	-
31 - 60 days past due	-
61 - 90 days past due	-
91+ days past due	-
A/R not aged	-
Retainage	-
Total Accounts Receivable	-
Amounts considered uncollectible (Bad Debt)	-
Accounts Receivable (Net)	-

DEBTOR QUESTIONNAIRE

Must be completed each month	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.		X
3. Have all post petition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	

The IT Group, Inc. and Subsidiaries  
Case No. 02-10118  
Debtor Bank Account Detail  
November 28, 2003

					11/28/03
GL ACCT #	DEBTOR CASE NUMBER	BANK ACCT #	BANK NAME	DESCRIPTION	PER BALANCE SHEET
1010	02-10105	3050-7045	Citibank, N.A., 300 Park Avenue New York, NY 10043	Citibank, NA (checking)	110,589
1020	02-10105	3050-7053	Citibank, N.A., 300 Park Avenue New York, NY 10044	Citibank, NA (savings)	1,254,387
1030	02-10105	3050-9158	State Street Bank and Trust Co Boston, MA	Sale proceeds	47,651,760
1040	02-10105	3050-9174	Citibank, N.A., 300 Park Avenue New York, NY 10046	Citibank, NA (employee benefits)	146,782
1060	02-10105	2662868294	Dollar Bank, Miracle Mile, Monroeville, PA 15146	Petty Cash Corporate	370
1070	02-10105	010-51-0094-02	Bank of America, Concord, CA	Petty Cash Northern California	8,000
1210	02-10118	454353	State Street Bank and Trust Co Boston, MA	Restricted Cash Caterpillar	1,406,862
1220	02-10118	454340	State Street Bank and Trust Co Boston, MA	Unrestricted (Sale Proceeds)	1,553,702
1240	02-10118	454341	State Street Bank and Trust Co Boston, MA	Restricted Cash Bookspan	510,867
					<u>52,643,319</u>

In Re: The IT Group, Inc., et al.  
Case No. 02-10118 (NFW) (Jointly Administered)  
Consolidated Cash Flow

(000's)

Summary Page

	November 2003 (a) Actual	Cumulative Actual
Cash Beginning of Month	\$ 52,767	\$ 18,189
<b>Receipts</b>		
Cash Sales	188	254,956
Accounts Receivable/Other Receivables	-	-
Loans and Advances	-	69,288
Sale of Assets	8	20,019
Other (Reimbursements from Shaw)	-	50,000
DIP Draw & (Repayment)	-	394,263
<b>Total Receipts</b>	196	
<b>Disbursements</b>		
Net Payroll & Benefits	(60)	(89,978)
Payroll Taxes	(20)	(34,283)
Sales, Use, and Other Taxes	(24)	(1,111)
Operating Expenses	(82)	(161,900)
Rental & Leases	-	(14,019)
Insurance	(1)	(8,464)
Administrative & Selling	(31)	(6,423)
Sale of Assets	-	-
Claims Settlements	-	(180)
Other (Attach List)	-	(17,678)
Professional Fees (b)	(155)	(25,360)
U.S. Trustee Fees	-	(266)
Court Costs	-	-
<b>Total Disbursements (c)</b>	(373)	(359,862)
<b>Net Cash Flow (Receipts Less Disbursements)</b>	(177)	34,401
<b>Cash - End of Month</b>	\$ 52,590	\$ 52,590
<b>Total Disbursements</b>	(373)	
Less: Transfers to Debtor in Possession Accounts	-	
Plus: Estate Disbursements Made by Outside Sources	-	
<b>Total Disbursements For Calculating U.S. Trustee Quarterly Fees</b>	(373)	

(a) November actual includes cash flow activity from November 1, 2003 through November 30, 2003.

(b) Professional fees include \$108,792.05 to Skadden Arps on 11/05/03, \$5,859.78 to The Bayard Firm on 11/19/03, and \$6,399.20 to Alix Partners on 11/19/03.

(c) The Debtor companies have limited business operations and all of the Debtor companies with the exception of IT Corporation had no or de minimis disbursements.

# EXHIBIT B



EXHIBIT B

The IT Group, Inc., et al.  
Case No. 02-10118

**Debtors**

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